

BY-LAW NO. 1

OF

THE MEMORIAL UNIVERSITY OF NEWFOUNDLAND

SEXUAL HARASSMENT BOARD

(the “Board”)

A By-Law relating generally to the transaction of the business and affairs of the Memorial University of Newfoundland Sexual Harassment Board, located in St. John’s, Newfoundland and hereinafter called “the Board”.

1. DEFINITIONS

1.1 In this By-Law and all other By-Laws of the Board, unless the context otherwise specifies or requests:

- (a) “Board” means the Sexual Harassment Board constituted pursuant to the Sexual Harassment Complaint Procedures;
- (b) “By-Law” means any By-Law of the Board from time to time in force and effect;
- (c) “Sexual Harassment Complaint Procedures” means the “University-Wide Procedures for Sexual Harassment Complaints 2001”;
- (d) “University” means the Memorial University of Newfoundland and Labrador;
- (e) all terms contained in the By-Laws which are defined in the Sexual Harassment Complaint Procedures shall have the meanings given to such terms in the Sexual Harassment Complaint Procedures;
- (f) words importing the singular number only shall include the plural and vice versa; words importing the masculine gender shall include the feminine and neuter genders; words importing persons shall include bodies corporate, corporations, companies, partnerships, syndicates, trusts and any number or aggregate or persons; and
- (g) the headings used in the By-Laws are inserted for reference purposes only and are not to be considered or taken into account in construing the terms or provisions thereof or to be deemed in any way to clarify, modify or explain the effect of any such terms or provisions.

2. DUTIES OF THE BOARD

2.1 As stated in the Sexual Harassment Procedures, the Board is responsible for

- overseeing the implementation and evaluation of the Sexual Harassment Complaint Procedures and the periodic review of the Sexual Harassment Complaint Procedures;
- recommending the selection of the Sexual Harassment Advisor;
- advising, supervising, and reviewing the performance of the Sexual Harassment Advisor;
- providing annual reports to the executives of the constituent groups listed at article 3.2 and the President of the University;
- providing other reports on request from time to time;
- appointing individuals to the Sexual Harassment Mediation Group in consultation with the Sexual Harassment Advisor; and
- consulting with the Sexual Harassment Board at Sir Wilfred Grenfell Campus on the Sexual Harassment Complaints Procedures and various other topics relating to sexual harassment.

3. MEMBERSHIP OF ST. JOHN'S SEXUAL HARASSMENT BOARD

3.1 The Board shall have one permanent non-voting member, who shall be the Sexual Harassment Advisor, or in her/his absence, the acting Sexual Harassment Advisor.

3.2 The Board shall include twenty members with voting authority from each of the following constituent groups:

- The Canadian Union of Public Employees, Local 1615 (2 members);
- The Memorial University of Newfoundland Faculty Association (2 members);
- The Newfoundland Association of Public Employees, Local 7801 (2 members);
- The Newfoundland Association of Public Employees, Local 7803 (2 members);
- The Newfoundland Association of Public Employees, Local 7804 (2 members);
- The Newfoundland Association of Public Employees, Local 7405 (1 member);
- The Newfoundland Association of Public Employees, Local 7850 (1 member);
- The Memorial University of Newfoundland Student Union (2 members);
- The Graduate Student Union (2 members);
- The Marine Institute Student Union (2 members); and

- The University Administration (2 members).
- 3.3 All members of the Board listed at article 3.2 are appointed for a two-year renewable term.
- 3.4 All members of the Board listed at article 3.2 shall, by majority vote, appoint one voting member from outside of the University community to serve for a two-year renewable term.
- 3.5 From time to time, by majority vote, members of the Board may vote to have a past Chairperson attend meetings of the Board for a one year period in a non-voting capacity.
- 3.6 A person shall cease to be a member of the Board:
- (a) if an order is made declaring her/him to be a mentally incompetent person or incapable of managing her/his own affairs;
 - (b) if (s)he is convicted of any criminal offence;
 - (c) if (s)he fails to attend 3 or more meetings of the Board in a calendar year, without reasonable excuse; and
 - (d) if by notice in writing to the Chairperson (s)he resigns his/her membership;
- 3.7 The by-laws of the Board shall not be amended, repealed or rescinded except by a by-law confirmed by a vote of at least three-quarters of the voting members of the Board.
- 3.8 The Sexual Harassment Complaint Procedures shall not be amended, repealed or rescinded except as set out in subsection 11(g) thereof.

4. CHAIRPERSON

- 4.1 Chairperson. The Chairperson shall be elected by a majority of voting Board members at a meeting called by the Sexual Harassment Advisor in January of each year.
- 4.2 Duties. The Chairperson shall preside at all meetings of the Board. The Chairperson shall possess and may exercise such powers and shall perform such other duties as may from time to time be assigned by the Board in accordance with the Sexual Harassment Complaint Procedures.
- 4.3 Term of Office. The Chairperson shall be elected for a one-year renewable term. The Chairperson may serve as Chairperson for a maximum of four (4) years. The completion of a maximum term as Chairperson does not impact a person's ability to serve as a member of the Board.
- 4.4 Removal of Chairperson. By unanimous vote, the members of the Board may remove the Chairperson before the expiration of his/her term of office and may appoint any person in his/her stead for the remainder of his/her term.

4.5 Remuneration of Chairperson. The Chairperson shall serve without remuneration and no Chairperson shall directly or indirectly receive profit from her/his position as such, provided that the Chairperson may be paid reasonable expenses incurred by him/her in the performance of his/her duties.

5. MEETINGS OF THE BOARD

5.1 Place of Meetings. Meetings of the Board may be held at any location on the University campus.

5.2 Notice. A meeting of the Board may be convened at any time by the Chairperson. Notice of any meetings of the Board stating the day, hour and place of meeting shall be given to each member at least three (3) business days before the meeting is to take place; provided always that meetings of the Board may be held at any time without formal notice if all the members are present or those absent have waived notice or have signified their consent in writing to the meeting being held in their absence. Notice of any meeting or any irregularity in any meeting or in the notice thereof may be waived by any member and such waiver may be validly given either before or after the meeting to which such waiver relates.

5.3 Quorum and Voting. The Board may meet together for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings as they see fit. Fifty percent (50%) of the voting members including the Chairperson plus the Sexual Harassment Advisor shall constitute a quorum for the transaction of business. Each member shall have one (1) vote on all business transacted at any meeting of the Board. Except as otherwise set out herein or in the Sexual Harassment Complaint Procedures, questions arising at any Board meeting shall be decided by a majority of members present and voting. In case of an equality of votes, the Chairperson of the meeting shall have a second or casting vote.

5.4 Powers. A meeting of the Board at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions for the time being vested in or exercisable by the Board generally.

5.5 Conflicts. In the event of a conflict between the By-Laws of the Board and the Sexual Harassment Complaint Procedures, the provisions of the Sexual Harassment Complaint Procedures shall govern.

Passed the 29 day of Feb, 2007.

WITNESS the signature of the
Chairperson of the Board



Witness



Chairperson

THE MEMORIAL UNIVERSITY OF NEWFOUNDLAND
SEXUAL HARASSMENT BOARD

RESOLUTION OF THE MEMBERS

RESOLVED THAT By-Law No. 1, being a by-law relating generally to the transaction of the business and affairs of the Board be and the same is hereby passed as a By-Law of the Board and that the Chairperson of the Board be and she or he is hereby authorized to sign the By-Law in token of its adoption as a By-Law of the Board.

THE UNDERSIGNED, being the majority of the Members of the Board, hereby sign the foregoing Resolution.

DATED this 24 day of Feb. 2008

Kathy Rowe
Loraine Will
Barbara Stone
f
Angie Pittman

Kamshik M
Debrah Pittman